

AUG 13 '98

1-25 PM

ALVORD AND ALVORD
ATTORNEYS AT LAW
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SUITE 200
WASHINGTON, D C
20006-2973
(202) 393-2266
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ELIAS C. ALVORD (1942)
ELLSWORTH C. ALVORD (1964)

OF COUNSEL
URBAN A. LESTER

August 13, 1998

Mr. Vernon A. Williams
Secretary
Surface Transportation Board
Washington, D C 20423

Dear Mr. Williams

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301(a) are three (3) copies of a Letter to the Board, dated July 30, 1998, a secondary document as defined in the Board's Rules for the Recordation of Documents

The enclosed document relates to certain Assignments which were previously filed with the Board under Recordation Numbers 20150-C, 20150-D, 20150-E, 20150-F, 20150-G and 20150-H

These six filings erroneously referred to certain TPS Leasing Company equipment, and all six filings are hereby declared by the parties to be null and void

The names and addresses of the parties to the enclosed document are.

Assignee Citicorp North America, Inc
450 Mamaroneck Avenue
Harrison, New York

Assignor Transamerica Business Credit Corporation
9399 West Higgins Road
Rosemont, Illinois 60018

RECEIVED
SURFACE TRANSPORTATION
BOARD

AUG 13 1 23 PM '98

John
Counter Parts -

Mr Vernon A Williams
August 13, 1998
Page 2

A description of the railroad equipment covered by the enclosed document is

fifty (50) railcars bearing reporting marks and road numbers SH 200
through SH 249

Also enclosed is a check in the amount of \$26 00 payable to the order of the
Surface Transportation Board covering the required recordation fees

Kindly return stamped copies of the enclosed document to the undersigned

Very truly yours,

A handwritten signature in black ink, appearing to read 'R. Alvord', with a stylized flourish at the end.

Robert W Alvord

RWA/bg
Enclosures

SURFACE TRANSPORTATION BOARD
WASHINGTON, D.C. 20423-0001

OFFICE OF THE SECRETARY

DATE:8/13/98

Robert W. Alvord
Alvord and Alvord
918 Sixteenth Street, NW., Ste. 200
Washington, DC., 20006-2973

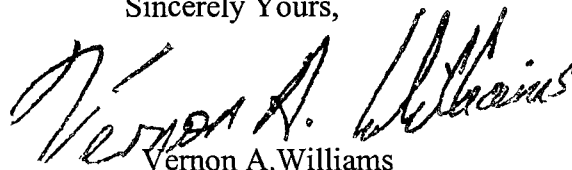
Dear Sir:

The enclosed document(s) was recorded pursuant to the provisions of 49 U.S.C. 11301

and 49 CFR 1177.3(c), on 8/13/98 at 1:25PM .and

assigned recordation number(s). 20150-I.

Sincerely Yours,



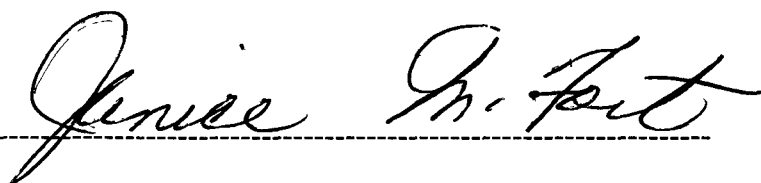
Vernon A. Williams

Enclosure(s)

26.00

\$-----The amount indicated at the left has been received in payment of a fee in connection with a document filed on the date shown. This receipt is issued for the amount paid. In the event of an error or any questions concerning this fee, you will receive a notification after the Surface Transportation Board has an opportunity to examine your document.

Signature-----



RECORDATION NO. 20150-2 FILED

AUG 13 '98

1-25 PM

July 30, 1998

Surface Transportation Board
The Mercury Building
1925 K Street N.W.
Washington, D.C. 20423

To Whom It May Concern:

This letter is to inform the Surface Transportation Board ("STB") that a security interest in a Rail Equipment Lease dated June 6, 1996 and other operative documents referencing equipment from the TPS Leasing Company, LLC (hereinafter referred to as the "Equipment") was erroneously transferred from TransAmerica Business Credit Corporation ("TBCC") to Citicorp North America, Inc. as Agent ("Citicorp"). The Equipment was not part of that certain Receivables Purchase Agreement dated June 24, 1998 among TBCC, Citicorp and affiliated parties. As a result, the undersigned parties ask that the filings made with STB on July 2, 1998 in regards to this Equipment be declared null and void and that any security interest created by such filings in regards to this Equipment be released. The undersigned parties ask that the security interests with the following recordations numbers be released:

1. TBCC Lease Assignment: 20150-C
2. Trust I Lease Assignment: 20150-D
3. Citicorp Lease Assignment: 20150-E
4. TBCC Chattel Paper Assignment: 20150-F
5. Trust II Chattel Paper Assignment: 20150-G
6. Citicorp Chattel Paper Assignment: 20150-H

Very truly yours,

CITICORP NORTH AMERICA, INC., as Agent

By: 

Name: David Donofrio

Title: Vice President

TRANSAMERICA BUSINESS CREDIT
CORPORATION

By: _____

Name: Steven H. Foltz

Title: CFO/SVP

July 30, 1998

Surface Transportation Board
The Mercury Building
1925 K Street N.W.
Washington, D.C. 20423

To Whom It May Concern:

This letter is to inform the Surface Transportation Board ("STB") that a security interest in a Rail Equipment Lease dated June 6, 1996 and other operative documents referencing equipment from the TPS Leasing Company, LLC (hereinafter referred to as the "Equipment") was erroneously transferred from TransAmerica Business Credit Corporation ("TBCC") to Citicorp North America, Inc. as Agent ("Citicorp"). The Equipment was not part of that certain Receivables Purchase Agreement dated June 24, 1998 among TBCC, Citicorp and affiliated parties. As a result, the undersigned parties ask that the filings made with STB on July 2, 1998 in regards to this Equipment be declared null and void and that any security interest created by such filings in regards to this Equipment be released. The undersigned parties ask that the security interests with the following recordations numbers be released:

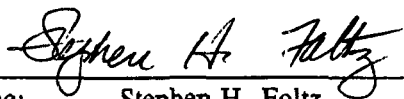
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4. TBCC Chattel Paper Assignment: 20150-F
5. Trust II Chattel Paper Assignment: 20150-G
6. Citicorp Chattel Paper Assignment: 20150-H

Very truly yours,

CITICORP NORTH AMERICA, INC., as Agent

By: _____
Name David Donofrio
Title Vice President

TRANSAMERICA BUSINESS CREDIT
CORPORATION

By:  _____
Name: Stephen H. Foltz
Title: CFO/SVP

TBCC ACKNOWLEDGEMENT

STATE OF ILLINOIS)
) SS.
COUNTY OF COOK)

The foregoing instrument was acknowledged before me this 31ST day of
July, 1998, by Stephen W. Foltz as CFO/SVP of TransAmerica Business
Credit Corporation.

Witness my hand and official seal.



Amy B. Berezinski
Notary Public

My commission expires:

01/25/00

CITICORP ACKNOWLEDGEMENT

STATE OF ILLINOIS)
COUNTY OF DU PAGE) SS.

The foregoing instrument was acknowledged before me this 31ST day of JULY, 1998, by David Donofrio as Vice President of Citicorp North America, Inc., as Agent.

Witness my hand and official seal.

Karen C Pacholik
Notary Public

My commission expires:

2-18-01

